

ELECTRONICALLY FILED  
JUNE 8, 2007

STUTMAN, TREISTER & GLATT, P.C.  
FRANK A. MEROLA, ESQ. (CA Bar No. 136934)  
EVE H. KARASIK, ESQ. (CA Bar No. 155356)  
CHRISTINE M. PAJAK, ESQ. (CA Bar No. 217173)  
1901 Avenue of the Stars, 12<sup>th</sup> Floor  
Los Angeles, CA 90067  
Telephone: (310) 228-5600  
Facsimile: (310) 228-5788

E-mail: [finerola@stutman.com](mailto:finerola@stutman.com)  
[ekarasik@stutman.com](mailto:ekarasik@stutman.com)  
[cpajak@stutman.com](mailto:cpajak@stutman.com)

*Counsel for the Official Committee of Equity  
Security Holders of USA Capital First Trust Deed  
Fund, LLC*

LEWIS AND ROCA, LLP  
ROB CHARLES, ESQ. (NV Bar No. 6593)  
SUSAN M. FREEMAN, ESQ. (AZ Bar No. 004199)  
3993 Howard Hughes Parkway, 6<sup>th</sup> Floor  
Las Vegas, NV 89109  
Telephone: (702) 949-8321  
Facsimile: (702) 949-8320  
E-mail: [rcharles@lrlaw.com](mailto:rcharles@lrlaw.com)  
[sfreeman@lrlaw.com](mailto:sfreeman@lrlaw.com)

*[Proposed] Counsel for Official Committee of  
Unsecured Creditors of USA Commercial Mortgage  
Company*

**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re: ) BK-S-06-10725-LBR  
USA COMMERCIAL MORTGAGE COMPANY ) Chapter 11  
Debtor )

In re: ) BK-S-06-10726-LBR  
USA CAPITAL REALTY ADVISORS, LLC, ) Chapter 11  
Debtor )

In re: ) BK-S-06-10727-LBR  
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, ) Chapter 11  
Debtor )

In re: ) BK-S-06-10728-LBR  
USA CAPITAL FIRST TRUST DEED FUND, LLC, ) Chapter 11  
Debtor. )

In re: ) BK-S-06-10729-LBR  
USA SECURITIES, LLC, ) Chapter 11  
Debtor. )

Affects )

☒ All Debtors )

☐ USA Commercial Mortgage Co. )

☐ USA Securities, LLC )

☐ USA Capital Realty Advisors, LLC )

☐ USA Capital Diversified Trust Deed )

☐ USA First Trust Deed Fund, LLC )

Date: June 22, 2007

Time: 9:30 a.m.

**CERTIFICATE OF SERVICE**

1 I HEREBY CERTIFY that on the 8<sup>th</sup> day of June, 2007 I served the following  
2 document:

3 1. Supplement to Second and Final Application of Shea & Carlyon, Ltd., Special  
4 (Local) Counsel to the Official Committee of Equity Security Holders of USA Capital  
5 First Trust Deed Fund, LLC for Payment of Fees and Reimbursement of Expenses  
6 (Affects USA Capital First Trust Deed Fund, LLC)

7 I served the above named document(s) by the following means to the persons as listed  
8 below:

- 9 ☒ a. **ECF System.** (See attached Notice of Electronic Filing)
- 10 ☐ b. **United States mail, postage full prepaid to the following: See Attached.**
- 11 ☐ c. **Personal service.**

12 I personally delivered the documents to the persons at these addresses:

- 13 ☐ For a party represented by an attorney, delivery was made by handing the  
14 document(s) at the attorney's office with a clerk or other person in  
15 charge, or if no one is in charge, by leaving the document(s) in a  
16 conspicuous place in the office.
- 17 ☐ For a party, delivery was made by handing the document(s) to the party  
18 or by leaving the document(s) at the person's dwelling house or usual  
19 place of abode with someone of suitable age and discretion residing  
20 there.
- 21 ☐ d. **By direct email.**

22 Based upon the written agreement of the parties to accept service by email or  
23 a court order, I caused the document(s) to be sent to the persons at the email  
24 addresses listed below. I did not receive, within a reasonable time after the  
25 transmission, any electronic message or other indication that the transmission  
26 was unsuccessful.

- 27 ☐ e. **By fax transmission.**

28 Based upon the written agreement of the parties to accept serve by fax  
transmission or a court order, I faxed the document(s) to the persons at the  
fax numbers listed below. No error was reported by the fax machine that I  
used. A copy of the record of the fax transmission is attached.

☐ f. By messenger.

I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed below and providing them to a messenger for service.

I declare under penalty of perjury that the foregoing is true and correct.

DATED this 8<sup>th</sup> day of June, 2007.



Melode L. Leavitt, an employee  
of SHEA & CARLYON, LTD.

**USA Commercial**  
**Service List**

Richard I. Dreitzer Deputy Attorney General State of Nevada Atty. Gen. Office 555 E. Washington Ave., #3900 Las Vegas, Nevada 89101	Anne M. Loraditch Beckley Singleton, Chtd. 530 Las Vegas Blvd. South Las Vegas, Nevada 89101	George A. Davis Cadwalader, Wickersham, et al. One World Financial Center New York, NY 10281
Susan Williams Scann Deaner, Deaner, et al. 720 S. Fourth Street, Suite 300 Las Vegas, Nevada 89101	Geoffrey L. Berman Development Specialists, Inc. 333 S. Grand Avenue, Suite 4070 Los Angeles, CA 90071-1544	Allan B. Diamond Diamond McCarthy, et al. Two Houston Center 909 Fannin Street, Suite 1500 Houston, Texas 77010
Eric Madden Diamond McCarthy, et al. 1201 Elm Street, Suite 3400 Dallas, Texas 75270	Michael Tucker FTI Consulting One Renaissance Square Two N. Central Avenue, Suite 1200 Phoenix, Arizona 85004-2322	Robert P. Goe Goe & Forsythe 660 Newport Center Drive, #320 Newport Beach, CA 92660
Janet L. Chubb, Esq. Jones Vargas 100 W. Liberty St., 12th Floor POB 281 Reno, Nevada 89504-0281	Dean T. Kirby, Jr. John Hebert Kirby & McGuinn, A.P.C. 600 B. Street, Suite 1950 San Diego, CA 92101	Susan M. Freeman/Rob Charles Lewis and Roca, LLP 3993 Howard Hughes Parkway Suite 600 Las Vegas, NV 89169-5996
Michelle Abrams Michelle L. Abrams, Ltd. 3085 S. Jones Blvd., Suite C Las Vegas, Nevada 89146	Richard W. Esterkin Asa S. Hami Morgan, Lewis & Bockius, LLP 300 S. Grand Avenue, 22nd Floor Los Angeles, CA 90071-3132	August B. Landis Office of the U.S. Trustee 300 Las Vegas Blvd., S. #4300 Las Vegas, Nevada 89101
Jeffrey D. Hermann Orrick, Herrington, et al. 777 S. Figueroa St., Suite 3200 Los Angeles, CA 90017-5855	Marc A. Levinson Orrick, Herrington, et al. 400 Capitol Mall, Suite 3000 Sacramento, CA 95814	William J. Ovca, Jr., Trustee Defined Pension Plan Ovca Associates, Inc. 16872 Burana Lane Huntington Beach, CA 92649

**Miscellaneous:**

06-10725-lbr USA COMMERCIAL MORTGAGE COMPANY

**U.S. Bankruptcy Court**

**District of Nevada**

**Notice of Electronic Filing**

The following transaction was received from CARLYON, CANDACE C entered on 6/8/2007 at 8:45 AM PDT and filed on 6/8/2007

**Case Name:** USA COMMERCIAL MORTGAGE COMPANY

**Case Number:** 06-10725-lbr

**Document Number:** 3916

**Docket Text:**

Supplement to Second and Final Application of Shea & Carlyon, Ltd., Specal (Local) Counsel to the Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund, LLC for payment of Fees and Reimbursement of Expenses (Affects USA Capital First Trust Deed Fund, LLC) Filed by CANDACE C CARLYON on behalf of OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS OF USA CAPITAL FIRST TRUST DEED FUND, LLC (CARLYON, CANDACE)

The following document(s) are associated with this transaction:

**Document description:**Main Document

**Original filename:**Z:\USA Investors Committee #1500\Electronic Filing\Supp to 2nd and final app.pdf

**Electronic document Stamp:**

[STAMP bkecfStamp\_ID=989277954 [Date=6/8/2007] [FileNumber=8200487-0]  
[9f6947697fdbcfbc16ca8089a8e2ca88fbc9c56749e3e59ba865c15211b494730d57  
0b75dbb45ce712f037f9db5cb996a4499b7c84aad66daefae397d46dfeb]]

**06-10725-lbr Notice will be electronically mailed to:**

MICHELLE L. ABRAMS mabrams@mabramslaw.com

FRANKLIN C. ADAMS franklin.adams@bbklaw.com, arthur.johnston@bbklaw.com

NANCY L ALLF nallf@parsonsbehle.com, klawrence@parsonsbehle.com;ecf@parsonsbehle.com

FRANK A. ANDERSON anderson.frank@pbgc.gov, efile@pbgc.gov

OGONNA M. ATAMOH oatamoh@nevadafirm.com,  
bkecf@nevadafirm.com;paltstatt@nevadafirm.com;sliberio@nevadafirm.com

KERIANN M ATENCIO ATENCIOK@GTLAW.COM

BMC GROUP, INC. evrato@bmcgroup.com,  
ecf@bmcgroup.com;jmiller@bmcgroup.com;jbartlett@bmcgroup.com

GEORGANNE W. BRADLEY georganne.bradley@bullivant.com, mary.opatny@bullivant.com  
KELLY J. BRINKMAN kbrinkman@gouldpatterson.com  
THOMAS R BROOKSBANK tom@tombrooksbank.com, renee@tombrooksbank.com  
ANDREW M. BRUMBY abrumby@shutts-law.com, rhicks@shutts-law.com;lmackson@shutts-law.com  
LOUIS M. BUBALA lbubala@jonesvargas.com, tbw@jonesvargas.com  
MATTHEW Q. CALLISTER mqc@callister-reynolds.com, maggie@callister-reynolds.com  
CANDACE C CARLYON ltreadway@sheacarlyon.com, ccarlyon@sheacarlyon.com;bankruptcyfilings@sheacarlyon.com  
ROB CHARLES rcharles@lrlaw.com, cjordan@lrlaw.com  
MICHAEL W. CHEN yvette@ccfirm.com  
KEVIN B. CHRISTENSEN kbchrislaw@aol.com  
JANET L. CHUBB tbw@jonesvargas.com  
EDWARD S. COLEMAN mail@coleman4law.com  
WILLIAM D COPE cope\_guerra@yahoo.com  
LAUREL E. DAVIS ldavis@fclaw.com, mhurtado@fclaw.com  
DEBT ACQUISITION COMPANY OF AMERICA V, LLC (tf) tfette@daca4.com  
J CRAIG DEMETRAS JCD@demetras-oneill.com, jar@demetras-oneill.com;mdh@demetras-oneill.com  
RICHARD I. DREITZER rdreitzer@yahoo.com  
THOMAS H. FELL BANKRUPTCYNOTICES@GORDONSILVER.COM  
ARLEY D FINLEY TFINLEY@DIAMONDMCCARTHY.COM  
SCOTT D. FLEMING sfleming@halelane.com, dbergsing@halelane.com  
GREGORY E GARMAN bankruptcynotices@gordonsilver.com  
DOUGLAS D. GERRARD DGERRARD@GERRARD-COX.COM  
WADE B. GOCHNOUR wgochnour@hwmlvlaw.com, donnat@hwmlvlaw.com  
CARLOS A. GONZALEZ carlos.gonzalez2@usdoj.gov, Darlene.Ruckard@usdoj.gov

GERALD M GORDON bankruptcynotices@gordonsilver.com  
R. VAUGHN GOURLEY vgourley@lvcm.com  
TALITHA B. GRAY bankruptcynotices@gordonsilver.com  
JAMES D. GREENE bknotice@bhfs.com  
MARJORIE A. GUYMON bankruptcy@goldguylaw.com, ddias@goldguylaw.com  
PETER W. GUYON pguyon@yahoo.com  
JEFFREY R. HALL jhall@sheacarlyon.com,  
bankruptcyfilings@sheacarlyon.com;ltreadway@sheacarlyon.com;rsmith@sheacarlyon.com  
XANNA R. HARDMAN xanna.hardman@gmail.com  
STEPHEN R HARRIS noticesbh&p@renolaw.biz  
JEFFREY L HARTMAN notices@bankruptcyreno.com, dle@bankruptcyreno.com  
BRIGID M. HIGGINS bankruptcynotices@gordonsilver.com  
RICHARD F. HOLLEY rholley@nevadafirm.com,  
paltstatt@nevadafirm.com;vnelson@nevadafirm.com;sliberio@nevadafirm.com;bkecf@nevadafirm.com  
RANDOLPH L. HOWARD rhoward@klnevada.com,  
ckishi@klnevada.com;bankruptcy@klnevada.com  
DAVID W. HUSTON dwh@hustonlaw.net, swaits@hustonlaw.net  
CHRISTOPHER D JAIME cjaime@waltherkey.com, kbernhar@waltherkey.com  
EVAN L. JAMES ejameslv@earthlink.net, kbchrislaw@aol.com  
ANNETTE W JARVIS ajarvis@rqn.com  
ERIN E. JONES ejones@diamondmccarthy.com, cburrow@diamondmccarthy.com  
TY E. KEHOE TyKehoeLaw@aol.com  
ROBERT R. KINAS rkinas@swlaw.com,  
jmcbee@swlaw.com;jmath@swlaw.com;imccord@swlaw.com;cdossier@swlaw.com;lvdocket@mindsp  
DEAN T. KIRBY dkirby@kirbymac.com, jhebert@kirbymac.com;lackerman@kirbymac.com  
ZACHARIAH LARSON ecf@lslawnv.com  
JOHN J. LAXAGUE jlaxague@caneclark.com



GEORGE C LAZAR glazar@foxjohns.com, gclazar@sbcglobal.net

NILE LEATHAM nleatham@klnevada.com, ckishi@klnevada.com;bankruptcy@klnevada.com

ROBERT C. LEPOME rlepome@cox.net, smstanton@cox.net

TYSON M. LOMAZOW tyson.lomazow@weil.com

ANNE M. LORADITCH ecffilings@beckleylaw.com,  
aloraditch@beckleylaw.com;pkois@beckleylaw.com

ERIC D MADDEN emadden@diamondmccarthy.com, omartinez@diamondmccarthy.com

PATRICIA A. MARR lvlaw03@yahoo.com

JAMES C. MCCARROLL , dturetsky@reedsmith.com;aleonard@reedsmith.com

REGINA M. MCCONNELL rmccconnell@kssattorneys.com

WILLIAM L. MCGIMSEY lawoffices601@lvcoxmail.com

RICHARD MCKNIGHT mcknightlaw@cox.net,  
gkopang@lawlasvegas.com;cburke@lawlasvegas.com

JEANETTE E. MCPHERSON bkfilings@s-mlaw.com;info@s-mlaw.com

JEANETTE E. MCPHERSON bkfilings@s-mlaw.com;info@s-mlaw.com

SHAWN W MILLER bankruptcyfilings@sheacarlyon.com,  
smiller@sheacarlyon.com;ltreadway@sheacarlyon.com;rsmith@sheacarlyon.com;mleavitt@sheacarlyon

DAVID MINCIN mcknightlaw@cox.net,  
gkopang@lawlasvegas.com;dmincin@lawlasvegas.com,cburke@lawlasvegas.com

JOHN F MURTHA jmurtha@woodburnandwedge.com

ERVEN T. NELSON erv@rlbolick.com, susan@rlbolick.com

VICTORIA L NELSON bkecf@nevadafirm.com,  
vnelson@nevadafirm.com;paltstatt@nevadafirm.com;rholley@nevadafirm.com;sliberio@nevadafirm.co

BOB L. OLSON ecffilings@beckleylaw.com, bolson@beckleylaw.com;dgriffis@beckleylaw.com

DONNA M. OSBORN ebaker@marquisaurbach.com,  
dosborn@marquisaurbach.com;tszostek@marquisaurbach.com;kgallegos@MarquisAurbach.com

CHRISTINE M PAJAK cpajak@stutman.com, ekarasik@stutman.com

ANDREW M. PARLEN aparlen@stutman.com

KIMBERLY PHILLIPS DA-Bankr@co.clark.nv.us



PAUL C RAY    info@johnpeterlee.com

CHRISTINE A ROBERTS      bankruptcy@rocgd.com

STACY M. ROCHELEAU stacy@arlawgroup.com, wendy@arlawgroup.com  
SUSAN WILLIAMS

SUSAN WILLIAMS SCANN sscann@deanerlaw.com, palexander@deanerlaw.com

LENARDE SCHWARTZ

LENARD E. SCHWARTZER bkfilings@s-mlaw.com

JAMES PATRICK SHEA    bankruptcyfilings@sheacarlyon.com,  
ltreadway@sheacarlyon.com;jshea@sheacarlyon.com

SHLOMO S. SHERMAN    ssherman@sheacarlyon.com,  
bankruptcyfilings@sheacarlyon.com;ltreadway@sheacarlyon.com;rmsmith@sheacarlyon.com;mleavitt@  
AMBRISH S. SIDHU    esfnofices@sidhu.com

AMBRISH S. SIDHU      [ecfnotices@sidhulawfirm.com](mailto:ecfnotices@sidhulawfirm.com)

JEFFREY G. SLOANE      gjklepel@yahoo.com, rmconnell@kssattorneys.com  
ALAN B. SMITH

ALAN R SMITH mail@asmithlaw.com,  
turk@asmithlaw.com;marsh@asmithlaw.com;darby@asmithlaw.com

ADAM M. STARR      starra@gtlaw.com

DAVID A. STEPHENS      dstephens@lvcn.com

PETER SUSI cheryl@msmlaw.com, msm@msmlaw.com

JEFFREY R. SYLVESTER jeff@sylvesterpolednak.com

KAARAN E. THOMAS kthomas@mcdonaldcarano.com, mmorton@mcdonaldcarano.com  
ROLLING THORLEY

ROLLIN G. THORLEY rollin.g.thorley@irsounsel.treas.gov

AMY N. TIRRE , lmccarron@kkbrf.com

AMY N. TIRRE     atirre@kkbrf.com, lmccarron@kkbrf.com

U.S. TRUSTEE - LV - 11      USTPRregion17.lv.ecf@usdoj.gov

GREGORY J. WALCH      GWalch@Nevadafirm.com

RUSSELL S. WALKER     rwalker@wklawpc.com,  
eloveridge@wklawpc.com; lboventer@wklawpc.com

WHITNEY B. WARNICK      wbw@albrightstoddard.com, bstessel@albrightstoddard.com

GREGORY L. WILDE bk@wildelaw.com

WILLIAM J. WRAY rh@oreillylawgroup.com,  
rh@oreillylawgroup.com,bc@oreillylawgroup.com,lc@oreillylawgroup.com

MATTHEW C. ZIRZOW bankruptcynotices@gordonsilver.com

ANTHONY A. ZMAILA azmaila@nevadafirm.com,  
bkecf@nevadafirm.com;mbarnes@nevadafirm.com,paltstatt@nevadafirm.com

**06-10725-lbr Notice will not be electronically mailed to:**

CELSO ACOSTA

THOMAS J. ALLISON

ANDREW K ALPER  
6500 WILSHIRE BLVD 17TH FLR  
LOS ANGELES, CA 90048

ALVAREZ & MARSAL, LLC

ARNOLD R. ALVES  
9904 VILLA GRANITO LANE  
GRANITE BAY, CA 95746

AMERICAN EXPRESS BANK FSB  
C/O BECKET AND LEE LLP  
POB 3001  
MALVERN, PA 19355-0701

ANGELO GORDON & CO  
C/O JED HART  
245 PARK AVE, 26TH FL  
NEW YORK, NY 10167

MICHAEL W ANGLIN  
FULBRIGHT & JAWORSKI LLP  
2200 ROSS AVE, STE 2800  
DALLAS, TX 75201

GUY ARCHER

BANKRUPTCY APPELLATE PANEL OF THE NINTH CIRCUIT

EVAN BEAVERS